Case 25-16137-MBK Doc 611 Filed 08/03/25 Imaged Certificate of Notice

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Order Filed on August 1, 2025 by Clerk U.S. Bankruptcy Court District of New Jersey

In re:
Powin, LLC, et al., 1

Debtors. Chapter 11

Case No. 25-16137 (MBK) (Jointly Administered)

ORDER AUTHORZING EMPLOYMENT AND RETENTION OF TOGUT, SEGAL & SEGAL LLP AS CO-COUNSEL TO THE DEBTORS NUNC PRO TUNC TO THE PETITION DATE

The relief set forth on the following pages, numbered three (3) through six (6), is **ORDERED.**

DATED: August 1, 2025

Honorable Michael B. Kaplan United States Bankruptcy Judge

The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, are: (i) Powin Project LLC [1583]; (ii) Powin, LLC [0504]; (iii) PEOS Holdings, LLC [5476]; (iv) Powin China Holdings 1, LLC [1422]; (v) Powin China Holdings 2, LLC [9713]; (vi) Charger Holdings, LLC [5241]; (vii) Powin Energy Ontario Storage, LLC [8348]; (viii) Powin Energy Operating Holdings, LLC [2495]; (ix) Powin Energy Operating, LLC [6487]; (x) Powin Energy Storage 2, Inc., [9926]; (xi) Powin Energy Ontario Storage II LP, [5787]; and (xii) Powin Canada B.C. Ltd. [2239]. The Debtors' mailing address is 20550 SW 115th Avenue Tualatin, OR 97062.

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Debtors: Powin, LLC, et al.

Case No. 25-16137

Caption of Order: Order Authorizing the Retention of Togut, Segal & Segal LLP as Co-

Counsel to the Debtors Nunc Pro Tunc to the Petition Date

Caption in Compliance with D.N.J. LBR 9004-1(b)

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Debtors: Powin, LLC, et al.

Case No. 25-16137

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Counsel to the Debtors Nunc Pro Tunc to the Petition Date

Upon consideration of the Application² of the above-captioned debtors and debtors in possession (collectively, the "Debtors") for entry of an order (this "Order") authorizing the employment and retention of the Togut Firm as co-counsel to the Debtors nunc pro tunc to the Petition Date, pursuant to the terms set forth in the Engagement Letter and the Application to provide services related to Conflict Matters and Assigned Matters (both, as defined below), as modified herein, all as more fully set forth in the Application; and the Court having reviewed the Togut Declaration, the Uzzi Declaration, and the First Day Declaration; and the Court being satisfied with the representations made in the Togut Declaration and the Uzzi Declaration (together, the "Declarations") that the Togut Firm represents no interest adverse to the estates, that it is a "disinterested person" as that term is defined under section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, and as required under section 327(a) of the Bankruptcy Code; and the Court having jurisdiction to consider the Application and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334, and the Standing Order of Reference to the Bankruptcy Court Under Title 11, entered July 23, 1984, and amended on September 18, 2012 (Simandle, C.J.); and consideration of the Application and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and the Debtors asserting that venue is proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Application having been provided pursuant to the Local Rules; and such notice having been adequate and appropriate under the circumstances, and it appearing that no other or further notice need be provided; and the Court having reviewed the Application; and objections (if any) to the Application having been withdrawn, resolved or overruled on the merits; and the Court having

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Application.

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Debtors: Powin, LLC, et al.

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determined that the legal and factual bases set forth in the Application establish just cause for the

relief granted herein; and this Court having found that sufficient cause exists for the relief set forth

herein; and upon all of the proceedings had before the Court and after due deliberation and

sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Application is **GRANTED** as set forth herein.

2. Pursuant to sections 327(a), 329, and 330 of the Bankruptcy Code, Bankruptcy

Rules 2014(a) and 2016, and Local Rules 2014-1 and 2016-1, the Debtors, as debtors and debtors

in possession, are authorized to employ and retain the Togut Firm, effective as of the Petition Date,

to serve as the Debtors' co-counsel in these Chapter 11 Cases for the Conflict Matters and Assigned

Matters and pursuant to the terms and conditions set forth in the Application and Engagement

Letter, to the extent set forth herein.

3. Any and all compensation to be paid to the Togut Firm for services rendered on the

Debtors' behalf, including compensation for services rendered in connection with the preparation

of the petition and accompanying papers, shall be fixed by application to this Court in accordance

with sections 330 and 331 of the Bankruptcy Code, such Federal Rules and Local Rules as may

then be applicable, and any orders entered in these cases governing the compensation and

reimbursement of professionals for services rendered and charges and disbursements incurred.

The Togut Firm also shall make a reasonable effort to comply with the requests for information

and additional disclosures as set forth in the U.S. Trustee Guidelines, both in connection with the

Application and the interim and final fee applications to be filed by the Togut Firm in the Chapter

11 Cases.

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Debtors: Powin, LLC, et al.

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4. In order to avoid any duplication of effort and provide services to the Debtors in

the most efficient and cost-effective manner, the Togut Firm shall coordinate with Dentons US

LLP and any additional firms the Debtors retain regarding their respective responsibilities in these

Chapter 11 Cases. As such, the Togut Firm shall use its best efforts to avoid the duplication of

services provided by any of the Debtors' other retained professionals in these Chapter 11 Cases.

5. Prior to applying any increases in its hourly rates beyond the rates set forth in the

Application, the Togut Firm shall provide ten (10) business days' notice of any such increases to

the Debtors, the U.S. Trustee, and the Committee, and shall file such notice with the Court that

shall explain the basis for the requested rate increases in accordance with § 330(a)(3)(F) of the

Bankruptcy Code and state whether the Debtors have contested to the rate increase. All parties in

interest retain rights to object to any rate increase on all grounds, including the reasonableness

standard set forth in section 330 of the Bankruptcy Code, and the Court retains the right to review

any rate increase pursuant to section 330 of the Bankruptcy Code.

6. The Togut Firm (i) shall only bill 50% for non-working travel; (ii) shall not seek

the reimbursement of any fees or costs, including attorney fees and costs, arising from the defense

of any objections to any of the Togut Firm's fee applications in these cases; (iii) shall use the

billing and expense categories set forth in the US Trustee Guidelines (Exhibit D-1 "Summary of

Compensation Requested by Project Category"); and (iv) provide any and all monthly fee

statements, interim fee applications, and final fee applications in "LEDES" format to the U.S.

Trustee.

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Debtors: Powin, LLC, et al.

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Counsel to the Debtors Nunc Pro Tunc to the Petition Date

7. Notwithstanding anything in the Application or the Declarations to the contrary,

the Togut Firm shall seek reimbursement from the Debtors' estates for its engagement-related

expenses at the firm's actual cost paid.

8. Notwithstanding anything in the Application and the Declarations to the contrary,

the Togut Firm shall (i) to the extent that the Togut Firm uses the services of independent

contractors or subcontractors (collectively, the "Contractors") in these cases, pass through the cost

of such Contractors at the same rate that the Togut Firm pays the Contractors; (ii) seek

reimbursement for actual costs only; (iii) ensure that the Contractors are subject to the same

conflicts checks as required for the Togut Firm; (iv) file with this Court such disclosures required

by Bankruptcy Rule 2014; and (v) attach any such Contractor invoices to its monthly fee

statements, interim fee applications and/or final fee applications filed in these cases.

9. To the extent the Application or Engagement Letter is inconsistent with this Order,

the terms of this Order shall govern.

10. Notice of this Application as provided therein shall be deemed good and sufficient

notice of such Application and the requirements of Bankruptcy Rule 6004(a) and the Local Rules

are satisfied by such notice.

11. Notwithstanding the possible applicability of Bankruptcy Rule 6004(h), the terms

and conditions of this Order are immediately effective and enforceable upon its entry.

12. The Debtors are authorized to take all actions necessary to effectuate the relief

granted in this Order.

13. This Court retains exclusive jurisdiction with respect to all matters arising from or

related to the implementation, interpretation, and enforcement of this Order.

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Powin, LLC, et al. Debtors:

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United States Bankruptcy Court District of New Jersey

In re: Case No. 25-16137-MBK

Powin, LLC Chapter 11

Debtor

CERTIFICATE OF NOTICE

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Date Rcvd: Aug 01, 2025 Form ID: pdf903 Total Noticed: 1

The following symbols are used throughout this certificate:

Symbol Definition

+ Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS

regulations require that automation-compatible mail display the correct ZIP.

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Aug 03, 2025:

Recipi ID Recipient Name and Address

db + Powin, LLC, 20550 SW 115th Avenue, Tualatin, OR 97062-6857

TOTAL: 1

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.

Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI).

NONE

BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, *duplicate of an address listed above, *P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

NONE

NOTICE CERTIFICATION

I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Aug 03, 2025 Signature: /s/Gustava Winters

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on August 1, 2025 at the address(es) listed below:

Name Email Address

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